



**UNITED STATES MARINE CORPS
MARINE CORPS SYSTEMS COMMAND
2200 LESTER STREET
QUANTICO, VIRGINIA 22134-5010**

IN REPLY REFER TO:
5720
DON-USMC-2021-005143
9 May 21

EMAILED TO: *bernice.lee@kratosdefense.com*

Ms. Bernice Lee
Kratos Defense & Security Solutions, Inc.
490 East Locust Street
Dallastown PA 17313

SUBJECT: DON-USMC-2021-005143

Dear Ms. Lee,

This letter responds to your Freedom of Information Act request dated March 31, 2021, requesting "a copy of the following document(s) be provided for Contract # M678542191839 awarded to Oshkosh in December 2020. Contract award documents with all modifications, delivery orders, test reports, and any attachments, description of requirements, data deliverables, services awarded and the like. Solicitation documentation including Requests for Quote/Solicitations, Statements of Work, Specification Documents, Drawings, and any other attachments. If any of this requested data is FOIA restricted, please offer us what can be released related to the award of this contract."

Your request is hereby partially denied. Following a careful review of the documents, the majority of the documents are found to be exempt from disclosure pursuant to FOIA Exemptions 5 U.S.C. § 552(b)(3), 5 U.S.C. § 552(b)(4), and 5 U.S.C. § 552(b)(6) and must be withheld if disclosure is prohibited by another statute and in order to protect the submitter's proprietary and/or financial interests as well as personal privacy. Releasable document(s), or portions thereof, are attached.

Twenty-three pages have been withheld in their entirety pursuant to exemptions (b)(3) and (b)(4).

Specifically, FOIA Exemptions 5 U.S.C. § 552(b)(3) (10 U.S.C. § 130), which protects "technical data with military or space application in the possession of, or under the control of, the Department of Defense."

FOIA Exemption 5 U.S.C. § 552(b)(4) exempts from disclosure (i) voluntarily submitted commercial or financial information provided that the submitter does not "customarily" disclose the information to the public and provided that disclosure would be likely to interfere with the continued and full availability of the information to the government, or (ii) compelled information likely to cause substantial

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harm to the competitive position of the person from whom it was obtained and likely to impact on the government's ability to obtain reliable information in the future. See Critical Mass Energy Project v. NRC, 975 F2d 871, 879-80 (D.C. Cir. 1992), cert. denied, 113 S.Ct. 1579 (1993); National Parks & Conservation Ass'n v. Morton, 498 F2d 765, 766 (D.C. Cir. 1974); Canadian Commercial Corp. v. Dept. of Air Force, 514 F.3d 37 (D.C. Cir., 2008).

FOIA Exemption 5 U.S.C. § 552(b)(6) exempts disclosure of information that would constitute a clearly unwarranted invasion of personal privacy.

As of April 29, 2021, three hours of search and review (currently billed at \$48 per hour) has been expended during the processing of your request. Please remit a check or money order, payable to the Treasurer of the United States in the amount of \$144.00 to:
COMMANDER, ATTN LAW, MARCORSYSCOM, 2200 LESTER STREET, SUITE 120,
QUANTICO VA 22134-5010.

In view of the above, you may consider this to be an adverse determination that may be appealed to the Department of the Navy, Office of the General Counsel (ATTN: FOIA APPEALS), 1000 Navy Pentagon, Room 5A532, Washington, DC 20350-1000. Your appeal, if any, must be postmarked within 90 calendar days from the date of this letter and should include a copy of your initial request, a copy of this letter, and a statement indicating why you believe it should be granted. We recommend that your appeal and its envelope both bear the notation "Freedom of Information Act Appeal."

You also have the right to seek assistance and/or dispute resolution services from the Marine Corps FOIA Public Liaison, Ms. Sally Hughes, at hqmcfoia@usmc.mil or (703) 614-4008, and/or the Department of the Navy FOIA Public Liaison, Mr. Christopher Julka, at Christopher.a.julka@navy.mil or (703) 697-0031. You may also contact the Office of Government Information Services for assistance and/or dispute resolution at ogis@nara.gov or 1-877-684-6448. For more information online about services provided by OGIS, please visit their website at <https://ogis.archives.gov>.

Any questions concerning this matter should be directed to Mrs. Bobbie Cave at (703) 432-3934 or bobbie.cave@usmc.mil.

Sincerely,

Kirk D Mullins

K. D. MULLINS
Chief of Staff



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Your request is hereby partially denied. Following a careful review of the documents, portions of the documents are found to be exempt from disclosure pursuant to FOIA Exemptions 5 U.S.C. § 552(b)(3), 5 U.S.C. § 552(b)(4), and 5 U.S.C. § 552(b)(6) and must be withheld if disclosure is prohibited by another statute and in order to protect the submitter's proprietary and/or financial interests as well as personal privacy.

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Sincerely,



for

LISA L. BAKER
Counsel



UNITED STATES MARINE CORPS

MARINE CORPS SYSTEMS COMMAND

2200 LESTER STREET

QUANTICO VIRGINIA 22134-5010

IN REPLY REFER TO
4200/20-638

10 July 2020

(b) (6)

Oshkosh Defense, LLC
2307 Oregon Street
Oshkosh, WI 54902-7602

SUBJECT: Project # M67854-20-9-1736, Remote Operated Ground Unit Expeditionary–Fires (ROGUE-Fires),
Request for Follow-on Other Transaction (OT) Proposal

Dear (b) (6),

The Program Manager Long Range Fires (PM LRF), Portfolio Manager Ground Combat Element Systems (PfM GCES), Marine Corps Systems Command (MCSC) seeks a request for proposal for the follow-on Other Transaction (OT) effort in accordance with 10 U.S.C. § 2371b to support the Remote Operated Ground Unit Expeditionary – Fires (ROGUE-Fires) effort initiated under the Defense Ordnance Technology Consortium (DOTC) Ordnance Technology Initiative (OTI) Agreement - DOTC-18-01-INIT0807, also known as the Unmanned Ground Vehicle Missile Launcher project.

In accordance with 10 U.S.C. § 2371b, PM LRF may pursue a follow-on production effort upon acceptance of a successful prototype.

As this is the first OT Agreement awarded to Oshkosh Defense, a copy of the DRAFT Agreement document is being provided so you may provide feedback or comments to the document, along with the DRAFT Department of Defense (DD) Form 254.

We respectfully request a proposal to be submitted no later than September 18, 2020 at 4:00 PM, EST.

Questions related to this request may be submitted via email to the undersigned (b) (6) and (b) (6)

Sincerely,

(b) (6)

Enclosures: 1. Request for Proposal Instructions
2. Submission Instructions
3. Business Status Certificate

Attachments: 1. Draft Agreement Document
2. Draft DD254

Disclaimers:

1. The USMC anticipates providing classified data, and potentially generating new classified data through this phase of the ROGUE-Fires effort. If a vendor believes existing classified data would support the Government's analysis, the Government will evaluate the need for and method of transferring the data on a case by case basis. Any resulting use of classified data would require the vendor meet personnel and facility certification requirements for access and maintenance of classified information and material.

If it is anticipated that work under this effort will become classified, prospective vendors must be U.S. Owned and Operated with no Foreign Ownership, Control or Influence as defined by DoD 5220.22-M, National Industrial Security Program Operating Manual and DoD Manual 5220.22, Vol. 3 National Industrial Security Program: Procedures for Government Activities Relating to Foreign Ownership, Control, or Influence (FOCI) unless the Defense Security Service (DSS) has implemented acceptable mitigating procedures. In the event the work is classified, the awardee and its subcontractors must be able to acquire and maintain the appropriate Facility Clearance and Document Safeguarding Level in order to perform this Agreement as set forth by DSS and the Marine Corps. The selected companies shall safeguard classified material in accordance with DoD 5220.22-M.

2. The Government will not pay any costs associated with the preparation of the response to the Request for Proposal (RFP) or any costs associated with subsequent submissions prior to OT award.

3. MCSC will not return any submitted information. Subsection 27 of the Office of Procurement Policy Act (41 U.S.C. § 423), as well as the Freedom of Information Act (5 U.S.C. § 552) protects proprietary information responsive to this RFP from unauthorized disclosure. Proprietary information should be marked appropriately. As applicable, Oshkosh shall mark any information submitted to be protected for five years from Freedom of Information Act (FOIA) disclosure with a legend identifying the documents as being submitted on a confidential basis.

REQUEST FOR PROPOSAL

A. ADMINISTRATIVE VOLUME

An Administrative volume is requested and shall contain the following components:

1. Disclosure of Compliance to 10 U.S.C. § 2371b Statute. Previously under the DOTC Initiative, you qualified compliance to the 10 U.S.C. § 2371b statute by disclosing significant participation of Robotics Research, Inc., a Non-traditional Defense Contractor (NDC) would be utilized to complete the effort.

Please confirm how you intend to continue to comply with the requirements of the 10 U.S.C. § 2371b statute.

Note – In order to comply with the statute for the award of an OT, at least one of the following conditions must be satisfied:

- There is at least one NDC or non-profit research institution participating to a significant extent in the prototype project; or
- All significant participants in the transaction other than the Federal Government are small businesses (including those participating in Small Business Innovation Research or Small Business Technology Transfer programs) or NDCs; or
- At least one-third of the total cost of the prototype project is paid out of funds provided by parties other than the Federal Government.

Significant participation may clearly be detailed by providing a narrative of the contribution to be provided by company, highlighting all factors that substantiate compliance of significant extent, and how their participation is beneficial to the successful completion of the effort.

2. Business Status Certification. A Business Status Certification for each company performing in the project (see Enclosure 3) shall be completed and submitted with your proposal, to include all subcontractors or partners.
3. Need to Know List. A list of all personnel, by company, that will have access to the information or documentation throughout the duration of this effort. The list should include the individual's full name, company that they work for, email address, phone number, and the rationale for their need to know. The list will be reviewed and approval to allow for distribution and disclosure of data. Periodic updates to the list may be made as needed. Distribution and disclosure of data to individuals outside of the approved list is not allowed.
4. System for Award Management (SAM). Acknowledgement of an active registration in the SAM (<https://beta.sam.gov/>) is required, prior to award.

B. TECHNICAL VOLUME

A Technical volume is requested and shall contain the following components:

1. A written confirmation of acceptance of the proposed Task Description Document (TDD) provided for this effort as attached (xxxx).
2. If any exceptions are taken to the proposed TDD, an explanation of each exception and a proposed alternative for the tasks is kindly requested.

C. COST VOLUME

A Cost volume is requested and shall contain the following components:

1. Milestone Payment Schedule. The Government intends to establish a milestone payment for the life of the agreement. The plan shall provide costs based on that payment plan clearly defining the schedule, events, and amounts associated with an observable technical event. The proposed milestone payment plan will be used as the baseline for negotiation of payments to be made during this agreement.

There are two types of milestone payment plans that may be utilized, fixed or expenditure-based.

- *Fixed Milestones*
 - Each milestone amount is fixed at the time of award
 - If the performer achieves the milestone, it is paid the milestone amount, regardless of actual costs
 - Milestones can be prospectively adjusted but not retroactively
 - Milestones will not generally match actual expenditures
 - Generally, the team will be simultaneously working toward future milestones
 - The payment they receive will only represent the effect to get to the milestone event at issue
- *Expenditure-based Milestones*
 - Milestones have an estimated amount, but payment will be based on actual costs
 - Milestone payment is still dependent upon achieving the milestone
 - If the milestone is not achieved, there is no payment and the parties will need to discuss the future of the program
 - Actual expenditures may be used in making annual adjustments to future milestones
 - Requires an accounting system determined adequate by Defense Contract Management Agency (DCMA), not all respondents may be allowed to present this type of milestone plan. Please contact the Agreement's Officer to discuss, if necessary, prior to submission.

We anticipate that this agreement will have Expenditure based Milestones similar to those contained in the DOTC Agreement.

Each milestone should clearly define the schedule, events, and amounts associated with an observable technical event.

The final negotiated milestone payment schedule will be incorporated into the final agreement as Attachment 3.

2. The Performer shall submit a cost estimate and supporting cost information that provides a cost breakdown of all anticipated costs. The cost breakdown shall indicate and support the total estimated proposed cost for each year, and the cumulative proposed cost for all years. Any substantiating information submitted must support the cost elements proposed. Include sufficient detail or cross references to clearly establish the relationship of the information provided to the cost proposed. Support any information provided by explanations or supporting rationale, as needed to permit the Contracting Officer and authorized representatives to evaluate the documentation.

The cost breakdown shall include, at a minimum, a basis for estimate for the following cost elements:

- *Direct Labor.* Submit the labor categories intended for use under this Agreement, including the number of labor hours. Identify the labor rates and total cost for each labor category proposed for each year of the Agreement. The labor specified under this labor category shall only be for the prime contractor's direct labor and shall not include any subcontracted labor (see "Subcontracted Labor" below). The Performer should include rationale explaining the basis for the number of labor hours per labor category. Supporting data for all labor (prime and subcontractors) shall be current actual direct labor rates evidenced by payroll records, paystubs, or Letters of Intent (LOIs). If unable to provide this data,

forward pricing proposals/recommendations/agreements, company averages, or salary survey data may be submitted for the labor categories.

- If providing LOIs, the Performer and/or its subcontractor(s) shall include the direct hourly labor rate for the proposed employee, identify the position, submit the LOI on the Performer's or subcontractor's letterhead with both the prospective employee's and the employer signatures, and state that the LOI is for Solicitation No. N65236-20-R-1736. LOIs shall be submitted in the proposal file.
- If providing a salary survey, the Performer shall at a minimum, include the following information and data for each applicable labor category in the proposal file:
 - screen shots that display the source of data used to develop the salary ranges, the job title and description (including education and experience) being surveyed;
 - the geographic location the survey data is valid for, and a range of salary amounts; and
 - the Performer should utilize the 50th percentile at a minimum, and include the specific rationale utilized by the Performer in selecting the applicable percentile(s).
- *Indirects.* If this solicitation requires work to be performed at both the Performer and Government sites, then the proposal must include your company policy concerning any stipulations as to when Government site / Contractor site rates are effective. Identify the indirect rates proposed and identify the appropriate allocation base for each indirect rate. The Performer shall state whether or not the proposal is consistent with the Performer's established cost accounting practices. If the proposal is not consistent with the Performer's established cost accounting practices, the Performer shall explain the rationale concerning the change(s); and include all correspondence concerning the change(s) that have been submitted to Defense Contract Audit Agency (DCAA)/DCMA for review.

For all proposed indirect rates not based on: (1) forward pricing information submitted to, recommended by, or agreed upon with DCMA; or (2) forward pricing and/or provisional billing information submitted to, reviewed, and/or audited by DCAA, the Performer shall provide historical indirect data, to include actual incurred rates (i.e., agreed-upon final annual indirect cost rates) for three years prior to the Performer's current fiscal year. The Performer (including subcontractors) shall also include the data utilized in estimating the proposed rates. This data shall include the Performer's fringe benefit, overhead (on and off-site as applicable), General and Administrative (G&A), Materials and Subcontracts (M&S) handling, and any other indirect rates as applicable to the Performer's accounting system.

- *Subcontracted Labor.* Identify, if applicable, any proposed subcontracting labor intended for use under this Agreement. Identify the labor categories for which subcontracting is being proposed, number of hours proposed for each labor category, and subcontract pricing. Subcontractors shall submit a breakout of labor categories, labor hours, direct labor rates, fringe benefits, overhead, G&A, fee, etc. under separate cover. The Performer and proposed subcontractor(s) are to include a detailed explanation concerning any unique fee arrangements, including those where the prime will pay subcontractor fee out of its own fixed fee.
- *Other Cost:*
 - Direct Cost – Identify any Other Direct Cost (ODC) elements being proposed, which are not included above, but are applicable to the cost proposal (e.g., Royalties, Special Tooling, Material, Travel, Computer Usage, etc.). Include the basis for the proposed amount. The decision as to whether costs are handled as direct or indirect costs rests with the Performer, but shall be consistent with the Performer's approved cost accounting practices as disclosed in the Performer's Disclosure Statement, or consistent with the Performer's established accounting practices if the Performer is not required to submit a Disclosure Statement.
 - Materials and Equipment Expenses. Provide an itemization of materials and equipment expenses required to meet the technical approach.

- Identify all long lead items that will required to complete the effort, to include the lead time associated with its purchase.
 - Recent (within the last 12 months) supplier quotes, previous invoices, or catalog slicks may be provided to support the expenses.
 - Travel Expenses. All domestic travel shall be in accordance the Joint Travel Regulations, DoD Instruction 5154.31, Volume 5. Any foreign travel shall be in accordance with the Department of State Standardized Regulations (DSSR) 925.
 - Commercial Airlines
 - Rental Car
 - Hotel
 - Indirect Cost – Identify any other indirect cost element (e.g., Facilities Capital Cost of Money) being proposed which has not been included above and identify the appropriate allocation base for each indirect rate. Describe the basis for estimating each indirect cost element, and advise if the rates proposed are in accordance with any Forward Pricing Rate Agreements/Recommendations/Proposals and state the applicable period.
 - FCCOM may be presented as allowable in 48 CFR 9904.414, a Defense Department (DD) Form 1861 to support the proposed FCCOM should be submitted.
 - *Fee/Profit*. Fee/Profit will be determined in accordance with 10 U.S.C. 2306(d) and 41 U.S.C. 254(b), as such a DD Form 1597 to support the proposed fee/profit should be submitted.
 - Any Independent Research and Development (IRAD) dollars along with any associated G&A or overhead rates, shall be segregated and the tasks that they support should be identified.
3. The Performer and any subcontractors shall provide copies of correspondence from DCAA/DCMA regarding the approval of rates and/or systems, such as Forward Pricing Rate Agreements (FPRAs), Forward Pricing Rate Recommendations (FPRRs), Provisional Billing Rates (PBRs), agreed-upon final annual indirect cost rates, and Accounting System Approval (if applicable). If available, provide any updated forward pricing rate information submitted to DCAA/DCMA for review. The correspondence and all attachments (FPRAs, FPRRs, etc.) shall be provided in the Cost Proposal submission.

D. AGREEMENT DOCUMENT AND ATTACHMENTS

A DRAFT copy of the Agreement Document is being provided for your review and feedback. When possible, references to the FAR or DFARS clause in which verbiage was based is provided in the margin of the document.

Beyond the term and conditions of this agreement, there are attachments that will require input from Oshkosh to complete.

1. Attachment 7 – Government Furnished Equipment, Information, or Property

Any necessary Government Furnished Equipment, Information, or Property that may be utilized should be submitted for review at this time.

2. Attachment 8 - Identification and Assertion of Restrictions on the Government's Use, Release, or Disclosure of Technical Data or Computer Software

Intellectual Property and Data Rights Identify any intellectual property, patents, and inventions involved in the proposed solution as well as existing license or other restrictions for those items. An assertion should be completed by each company that desires to extend data rights assertions.

Each assertion shall contain:

- a. A detailed description of the technical data, computer software, or patent subject to the assertion;
- b. The basis for assertion
- c. Asserted rights category
- d. Name of entity making the assertion
- e. Signature of an authorized individual of each company

Along with the assertion, a copy of the complete license agreement for any open source software shall be submitted for review.

Enclosure (2) Submission Instructions

1. General Requirements

Respondents shall prepare the solution papers in accordance with the following guidelines:

- Microsoft Word (2007 or newer) or Adobe Acrobat (.pdf) software
- Microsoft Office software documents shall not be locked and shall be made available for editing
- Times New Roman 10 (or larger) font size, single-spaced line, and single-sided, 8.5 by 11-inch paper
- A font size smaller than 10 is permissible in figures and tables, but the type shall be clearly legible
- Margins on all sides (top, bottom, left, and right) shall be at least one inch
- A cover sheet should be provided within each volume, and should include:
 - Project title
 - Company name
 - Primary point of contact, including name, address, telephone and e-mail contact information
 - Submission date

2. Submission Process

Due to the constraints of the USMC email system, all submissions shall be submitted via DoD SAFE, <https://safe.apps.mil/>.

The DoD SAFE site does not require a Common Access Card, nor DoD digital certificates to access the site. If the Performer has not previously used the DoD SAFE site, the Performer's user(s) user will need to select "Cancel" when prompted for logging in. However, without a DoD digital certificate, the Performer will only have the ability to retrieve files and upload files on the site at the Government's request. For further technical assistance, the "Help" function is located on the home page of the site, with instructions on how to use DoD SAFE. Participants must request file drop-off code from tammy.wright@usmc.mil and sean.aldo@usmc.mil. The code must be used within 14 days of issue. The recipients of all documents submitted via the SAFE are tammy.wright@usmc.mil and sean.aldo@usmc.mil.

All attachments must be in Microsoft Office products or Adobe Acrobat formats. The SAFE supports transfer of files up to 8 GB.

Enclosure (3) Business Status Certificate

- Name of Business Entity

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- Company Address

- Cage Code

--

- Proposed NAICS Code

--

- SAM Expiration Date

--

- Business Size

--

- Business Status - Non-traditional Defense Contractor (NDC) or Traditional Defense Contractor

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- Business Point of Contact – Name, Title, Phone and Email address

- Technical Point of Contact – Name, Title, Phone and Email address

- Cognizant DCMA Point of Contact – Name, Title, Phone and Email address

- Cognizant DCAA Point of Contact – Name, Title, Phone and Email address
